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Florida Department of State
Division of Corporations
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

01 DEC -3

To: Division of Corporations
Fax Number : (850) 205-0383

From: Account Name : ATLAS PEARLMAN, P.A.
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AL

LIMITED LIABILITY COMPANY

RM HOLLYWOOD HILLS PLAZA SHOPPING CENTER GP, LLC

Certificate of Status	0
Certified Copy	1
Page Count	03
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**ARTICLES OF ORGANIZATION
OF
RM HOLLYWOOD HILLS PLAZA SHOPPING CENTER GP, LLC**

These Articles of Organization are made for the purpose of organizing a Florida Limited Liability Company under the Florida Limited Liability Act, Chapter 608, Florida Statutes (the "Act").

**ARTICLE I
NAME**

The name of this limited liability company is RM HOLLYWOOD HILLS PLAZA SHOPPING CENTER GP, LLC (the "Company").

**ARTICLE II
ADDRESS**

The Company's mailing address and street address of the principal office of the Company is 3325 South University Drive, Suite 210, Davie, FL 33328.

**ARTICLE III
DURATION**

The period of duration for the Company will be perpetual.

**ARTICLE IV
REGISTERED AGENT AND OFFICE**

The name of the initial registered agent of the Company is Barry Ross, and his address is 3325 South University Drive, Suite 210, Davie, FL 33328.

**ARTICLE V
MANAGEMENT**

The Company will be a manager-managed company. The Company will be managed by the following persons who will serve as managers: Barry Ross, with his address at 3325 South University Drive, Suite 210, Davie, FL 33328, and William D. Matz, with his address at 3325 South University Drive, Suite 210, Davie, FL 33328. Thereafter, the Company will be managed by at least one manager who will be elected annually as provided in the operating agreement of the Company.

ADAM J. REISS, ESQ. FLA BAR #0182702
Atlas Pearlman, P.A.
350 East Las Olas Boulevard, Suite 1700
Fort Lauderdale, Florida 33301
Phone No.: (954) 763-1200

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TALLAHASSEE, FLORIDA

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**ARTICLE VI
SINGLE PURPOSE ENTITY**

The Company is organized for the sole purpose of acting as the General Partner of RM Hollywood Hills Plaza Shopping Center, Ltd. which sole purpose is to acquire, and to own, hold, sell, assign, transfer, operate, lease, mortgage and otherwise deal with that certain property located in Hollywood, Florida ("the Property"), and to engage in any and all activities related or incidental thereto. The Property consists of a portion of the shopping center known as "Hollywood Hills Plaza", which contains approximately 345,056 square feet of rental area.

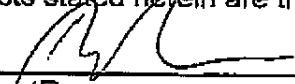
The undersigned executed these Articles of Organization on this 28 day of November, 2001.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Authorized Representative of the Members:

(In accordance with Section 608.408(3), Florida Statutes, the execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)



Barry Ross

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**CERTIFICATE OF DESIGNATION
OF REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

- 1. The name of the limited liability company is

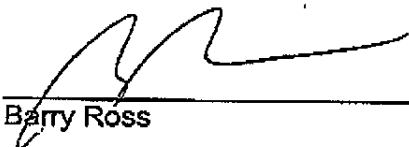
RM HOLLYWOOD HILLS PLAZA SHOPPING CENTER GP, LLC
- 2. The name and the Florida address of the registered agent are:

Barry Ross
 3325 South University Drive
 Suite 210
 Davie, FL 33328

FLORIDA STATE
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 TALLAHASSEE, FLORIDA

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Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.



 Barry Ross